

ORIGINAL

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

WAYNE BERRY,

Plaintiff,

vs.

Case No.: 1:07-CV-07634-PAC

DEUTSCHE BANK TRUST COMPANY
AMERICAS (F.A. BANKERS TRUST
COMPANY) AND JP MORGAN CHASE
BANK IN THEIR SEPARATE CAPACITIES
AND AS AGENTS FOR THE PRE AND POST-
PETITION LENDERS OF FLEMING
COMPANIES, INC.; GENERAL ELECTRIC
CAPITAL CORPORATION; C&S
WHOLESALE GROCERS, INC., DOES 1 TO
200.

Defendants.

FILED
U.S. DISTRICT COURT
2007 SEP 27 PM 4:20
S.D. OF N.Y.

MOTION TO ADMIT COUNSEL PRO HAC VICE

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Richard L. Wynne, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

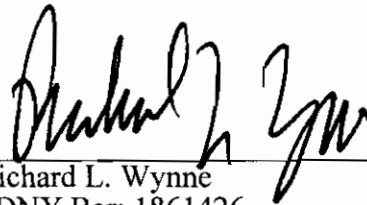
Applicant's Name: Michael Edward Baumann
Firm Name: Kirkland & Ellis LLP
Address: 777 South Figueroa Street, 37th Floor
City/State/Zip: Los Angeles, CA 90017
Phone Number: 213-680-8400
Fax Number: 213-680-8500

Michael Edward Baumann is a member in good standing of the bar of the State of California.

There are no pending disciplinary proceedings against Michael Edward Baumann in any State or Federal Court.

Dated: September 26, 2007

Los Angeles, California

A handwritten signature in black ink, appearing to read "Richard L. Wynne", is written over a horizontal line.

Richard L. Wynne
SDNY Bar: 1861426
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500

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200.

Defendants.

**AFFIDAVIT OF RICHARD L. WYNNE
IN SUPPORT OF MOTION TO ADMIT COUNSEL PRO HAC VICE**

Richard L. Wynne, being duly sworn, hereby deposes and says as follows:

1. I am a partner at Kirkland & Ellis LLP, counsel for the Deutsche Bank Trust Company Americas and JP Morgan Chase Bank. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit Michael Edward Baumann as counsel *pro hac vice* to represent the Deutsche Bank Trust Company Americas and JP Morgan Chase Bank in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on April 11, 1983. I am also admitted to the bar of the

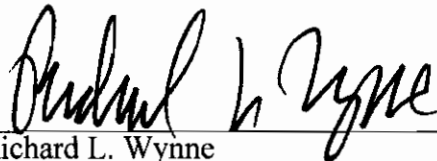
United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Michael Edward Baumann since July, 2001.
4. Mr. Baumann is a partner at Kirkland & Ellis LLP, in Los Angeles, California.
5. I have found Mr. Baumann to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Michael Edward Baumann, *pro hac vice*.
7. I respectfully submit herewith a proposed order granting the admission of Michael Edward Baumann, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Michael Edward Baumann, *pro hac vice*, to represent the Defendant in the above captioned matter, be granted.

Dated: September 26, 2007

Los Angeles, California



Richard L. Wynne
SDNY Bar: 1861426
KIRKLAND & ELLIS LLP
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500



THE
STATE BAR
OF CALIFORNIA

180 HOWARD STREET
SAN FRANCISCO, CALIFORNIA 94105-1639
TELEPHONE (415) 538-2000

September 14, 2007

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, MICHAEL EDWARD BAUMANN, #145830 was admitted to the practice of law in this state by the Supreme Court of California on January 31, 1990; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

Kath Lambert
Custodian of Membership Records

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200.

Defendants.

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ORDER FOR ADMISSION PRO HAC
VICE ON WRITTEN MOTION

ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION

Upon motion of Richard L. Wynne, attorney for defendants Deutsche Bank Trust
Company Americas and JP Morgan Chase Bank and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

Applicant's Name:	Michael Edward Baumann
Firm Name:	Kirkland & Ellis LLP
Address:	777 South Figueroa Street, 37th Floor
City/State/Zip:	Los Angeles, CA 90017
Phone Number:	213-680-8400
Fax Number:	213-680-8500

is admitted to practice pro hac vice as counsel for defendants Deutsche Bank Trust Company
Americas and JP Morgan Chase Bank in the above captioned case in the United States District
Court for the Southern District of New York. All attorneys appearing before this Court are

subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated:

New York, New York

United States District/Magistrate Judge

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Defendants.

AFFIDAVIT OF SERVICE

State of California)
) ss:
County of Los Angeles)

I, Richard L. Wynne, being duly sworn, depose and says:

1. I am not a party to this action and am over 21 years of age.
2. I am employed in the law firm of Kirkland & Ellis, attorneys for Deutsche Bank Trust Company America.
3. On September 26, 2007, I served true copies of a Motion to Admit Counsel Pro Hac Vice of Michael Edward Baumann, Order for Admission Pro Hac Vice on Written Motion, Affidavit of Richard L. Wynne and Affidavit of Service were served by U.S. Mail by depositing true copies of these documents enclosed in post-paid wrappers in an official depository under the

exclusive custody and control of the United States Postal Service within the State of California,
addressed as follows:

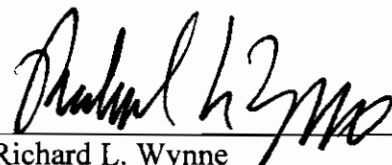
Timothy J. Hogan
Attorneys at Law
1050 Bishop Street, Number 433
Honolulu, Hawaii 96813
Attorney for Plaintiff Wayne Berry

NIXON PEABODY LLP
Christopher M. Mason
437 Madison Avenue
New York, New York 10022
Attorneys for C&S Wholesale Grocers, Inc.

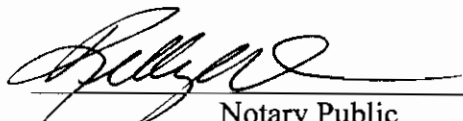
LEVINE, SULLIVAN, KOCH & SCHULZ, LLP
Robert Petchina
321 West 44th Street, Suite 510
New York, New York 10036
Attorneys for General Electric Capital Corp.

LYLE S. HOSODA & ASSOCIATES, LLC
Lyle Hosoda, Esq.
Raina Gushiken, Esq.
345 Queen Street, Suite 804
Honolulu, Hawaii 96813
Attorneys for Defendants Deutsche Bank
Trust Company Americas and J.P. Morgan Chase Bank

WHITE & CASE LLP
Andrew DeNatale
Jonathan Moskin
1155 Avenue of the Americas
New York, New York 10036-2787
Attorneys for Defendants Deutsche Bank Trust
Company Americas and J.P. Morgan Chase Bank


Richard L. Wynne

Sworn before me this 26th day of September, 2007.


Notary Public

